

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re)	Chapter 11
)	
W. R. Grace & Co. <u>et al.</u> ¹ ;)	Case No. 01-01139(JKF)
)	Jointly Administered
Debtors.)	

Objection Deadline:
August 25, 2003 at 4:00 p.m.
Hearing date: To be scheduled only
if objections are timely filed and served.

NOTICE OF FILING OF MONTHLY FEE APPLICATION

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

FTI Policano & Manzo ("FTI"), Financial Advisors to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the Twenty-Seventh Interim Application of FTI, Financial Advisors to the Committee, for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses incurred for the period June 1, 2003

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

through June 30, 2003, seeking compensation in the amount of \$50,147.20 and reimbursement for actual and actual and necessary expenses in the amount of \$408.81 (the "Monthly Fee Application").

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, 6th Floor, Wilmington, Delaware 19801, on or before **August 25, 2003 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, James H.M. Sprayregen, Esquire, Kirkland & Ellis, 200 East Randolph Drive, Chicago, Illinois 60601 (fax number 312-861-2200), and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New

York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins , Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, New York 10022 (fax number 212-715-8000); and (vii) the Office of the United States Trustee, Attn: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee

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Auditor, to Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul,
Suite 4080, Dallas, TX 75201.

Dated: Wilmington, DE
August 5, 2003

RESPECTFULLY SUBMITTED,

/s/

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Co-Counsel for the Official Committee of Unsecured Creditors
of W. R. Grace & Co., et al.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X

In re:

Chapter 11

W.R. GRACE & Co., et al.,

Case No. 01-01139 (JKF)
(Jointly Administered)

Debtors

TWENTY-SEVENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED
(FOR THE PERIOD FROM JUNE 1, 2003 THROUGH JUNE 30, 2003)

Name of Applicant:

FTI Policano & Manzo

Authorized to Provide Professional Services to:

The Official Committee of
Unsecured Creditors

Date of Retention:

June 21, 2001

Period for which compensation and
reimbursement is sought:

June 1, 2003 through
June 30, 2003

Amount of Compensation sought

as actual, reasonable and necessary (80% of \$62,684.00): \$50,147.20

Amount of Expense Reimbursement sought

as actual, reasonable and necessary (100%): \$408.81

This is an: X interim final application

The total time expended for fee application preparation activities is approximately 10.0 hours and corresponding compensation requested is approximately \$1,128.00 (80% of the fees incurred of \$1,410.00). The time expended included approximately 10.0 hours spent on preparation of the twenty-sixth monthly interim fee application, including 7.8 hours spent by a paraprofessional assisting in the preparation of the fee application.

This is the TWENTY-SEVENTH application filed. Disclosure for prior periods and current period is as follows:

TWENTY-SEVENTH INTERIM APPLICATION OF FTI POLICANO & MANZO,
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(FOR THE PERIOD FROM JUNE 1, 2003 THROUGH JUNE 30, 2003)

**ATTACHMENT A
TO FEE APPLICATION**

Requested					
Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
June 28, 2001	April 20, 2001 through April 30, 2001	\$16,008.00	\$667.95	\$12,806.40 (80% of requested fees)	\$667.95
June 28, 2001	May 1, 2001 through May 31, 2001	\$104,081.50	\$2,513.09	\$83,265.20 (80% of requested fees)	\$2,513.09
July 28, 2001	June 1, 2001 through June 30, 2001	\$75,916.00	\$3,913.13	\$60,732.80 (80% of requested fees)	\$3,913.13
August 28, 2001	July 1, 2001 through July 31, 2001	\$71,989.50	\$3,871.54	\$57,591.60 (80% of requested fees)	\$3,871.54
September 28, 2001	August 1, 2001 through August 31, 2001	\$70,425.00	\$1,092.45	\$56,340.00 (80% of requested fees)	\$1,092.45
October 30, 2001	September 1, 2001 through September 30, 2001	\$104,816.50	\$3,028.40	\$83,853.20 (80% of requested fees)	\$3,028.40
November 29, 2001	October 1, 2001 through October 31, 2001	\$42,643.00	\$3,670.86	\$34,114.40 (80% of requested fees)	\$3,670.86
December 28, 2001	November 1, 2001 through November 30, 2001	\$50,048.50	\$1,864.72	\$40,038.80 (80% of requested fees)	\$1,864.72
January 28, 2002	December 1, 2001 through December 31, 2001	\$53,986.50	\$1,005.29	\$43,189.20 (80% of requested fees)	\$1,005.29
February 28, 2002	January 1, 2002 through January 31, 2002	\$63,207.00	\$2,549.70	\$50,565.60 (80% of requested fees)	\$2,549.70
March 28, 2002	February 1, 2002 through February 28, 2002	\$27,249.50	\$1,874.43	\$21,799.60 (80% of requested fees)	\$1,874.43

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(FOR THE PERIOD FROM JUNE 1, 2003 THROUGH JUNE 30, 2003)

**ATTACHMENT A
TO FEE APPLICATION**

Date Filed (on or about)	Period Covered	Requested		Fees	Expenses
		Fees (100%)	Expenses (100%)		
April 28, 2002	March 1, 2002 through March 31, 2002	\$106,680.50	\$1,919.09	\$85,344.40 (80% of requested fees)	\$1,919.09
May 29, 2002	April 1, 2002 through April 30, 2002	\$102,314.00	\$4,657.40	\$81,851.20 (80% of requested fees)	\$4,657.40
June 28, 2002	May 1, 2002 through May 31, 2002	\$50,027.00	\$2,207.14	\$40,021.60 (80% of requested fees)	\$2,207.14
July 29, 2002	June 1, 2002 through June 30, 2002	\$43,359.00	\$1,381.59	\$34,687.20 (80% of requested fees)	\$1,381.59
August 31, 2002	July 1, 2002 through July 31, 2002	\$23,895.50	\$473.91	\$19,116.40 (80% of requested fees)	\$473.91
September 30, 2002	August 1, 2002 through August 31, 2002	\$76,092.50	\$1,264.23	\$60,874.00 (80% of requested fees)	\$1,264.23
October 31, 2002	September 1, 2002 through September 30, 2002	\$45,079.00	\$43.14	\$36,063.20 (80% of requested fees)	\$43.14
November 30, 2002	October 1, 2002 through October 31, 2002	\$46,633.50	\$256.76	\$37,306.80 (80% of requested fees)	\$256.76
December 31, 2002	November 1, 2002 through November 30, 2002	\$44,622.50	\$824.96	\$35,698.00 (80% of requested fees)	\$824.96
January 31, 2003	December 1, 2002 through December 31, 2002	\$42,335.00	\$34.69	\$33,868.00 (80% of requested fees)	\$34.69
February 28, 2003	January 1, 2003 through January 31, 2003	\$71,517.00	\$831.54	\$57,213.60 (80% of requested fees)	\$831.54

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 (FOR THE PERIOD FROM JUNE 1, 2003 THROUGH JUNE 30, 2003)**

**ATTACHMENT A
 TO FEE APPLICATION**

Requested					
Date Filed (on or about)	Period Covered	Fees (100%)	Expenses (100%)	Fees	Expenses
March 28, 2003	February 1, 2003 through February 28, 2003	\$131,416.50	\$2,264.79	\$105,133.20 (80% of requested fees)	\$2,264.79
April 30, 2003	March 1, 2003 through March 31, 2003	\$94,355.00	\$769.04	\$75,484.00 (80% of requested fees)	\$769.04
May 31, 2003	April 1, 2003 through April 30, 2003	\$39,810.00	\$133.70	\$31,848.00 (80% of requested fees)	\$133.70
June 30, 2003	May 1, 2003 through May 31, 2003	\$70,371.00	\$847.39	\$56,296.80 (80% of requested fees)	\$847.39
July 31, 2003	June 1, 2003 through June 30, 2003	\$62,684.00	\$408.81	\$50,147.20 (80% of requested fees)	\$408.81

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(FOR THE PERIOD FROM JUNE 1, 2003 THROUGH JUNE 30, 2003)**

**ATTACHMENT B
TO FEE APPLICATION**

Name of Professional Person	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
E. Ordway	\$595	16.4	\$9,758.00
S. Cunningham	\$550	28.8	\$15,840.00
C. Whitney	\$425	35.6	\$15,130.00
L. Hamilton	\$375	51.7	\$19,387.50
J. Schwendeman	\$350	3.1	\$1,085.00
M. Hakoun	\$165	3.9	\$643.50
N. Backer	\$ 75	11.2	\$840.00
Grand Total:		150.7	\$62,684.00
Blended Rate:	\$416		

COMPENSATION BY PROJECT CATEGORY

Task Code	Project Category	Total Hours	Total Fees
2	Business Analysis	0.0	\$0.00
3	Corporate Finance	16.3	\$7,844.00
4	Data Analysis	101.0	\$44,696.50
8	Case Administration	3.4	\$255.00
9	Claims Analysis (Asbestos)	0.0	\$0.00
11	Creditors Committee	3.9	\$1,883.00
12	Employee Benefits/Pension	16.1	\$6,595.50
16	Fee Applications, Applicant	10.0	\$1,410.00
	Total	150.7	\$62,684.00

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(FOR THE PERIOD FROM JUNE 1, 2003 THROUGH JUNE 30, 2003)

EXPENSE SUMMARY

Expense Category	Total Expenses
Copies	\$301.50
Facsimiles	\$2.00
Telecommunications	\$83.00
Postage, Express Delivery	\$22.31
Travel Expenses	\$0.00
Tolling Charges	\$0.00
Total	\$408.81

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W.R. GRACE & CO. ET. AL.
Summary of Fees by Professional
For the period June 1, 2003 through June 30, 2003

	<u>Total Hours</u>	<u>Billing Rate</u>	<u>Amount</u>
E. Ordway	16.4	\$ 595	9,758.00
S. Cunningham	28.8	\$ 550	15,840.00
C. Whitney	35.6	\$ 425	15,130.00
L. Hamilton	51.7	\$ 375	19,387.50
J. Schwendeman	3.1	\$ 350	1,085.00
M. Hakoun	3.9	\$ 165	643.50
N. Backer	11.2	\$ 75	840.00
TOTAL	<u>150.7</u>		<u>\$ 62,684.00</u>

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W.R. GRACE & CO. ET. AL.
 Summary of Hours by Category
 For the period June 1, 2003 through June 30, 2003

Rate	Fees Per Professional	Task Code	Business Analysis	Corporate Finance	Data Analysis	Case Administration	Analysis/Objections/ Administration (asbestos)	Claims	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
\$ 595	\$ 9,758.00	E. Ordway	-	\$ 1,606.50	\$ 6,188.00	\$ -	\$ -	-	\$ 833.00	\$ 1,130.50	\$ -	\$ 9,758.00
\$ 550	\$ 15,840.00	S. Cunningham	-	3,575.00	11,550.00	-	-	-	275.00	440.00	-	15,840.00
\$ 425	\$ 15,130.00	C. Whitney	-	-	14,917.50	-	-	-	212.50	-	-	15,130.00
\$ 375	\$ 19,387.50	L. Hamilton	-	2,662.50	10,312.50	-	-	-	562.50	5,025.00	825.00	19,387.50
\$ 350	\$ 1,085.00	J. Schwendeman	-	-	1,085.00	-	-	-	-	-	-	1,085.00
\$ 165	\$ 643.50	M. Hakoun	-	-	643.50	-	-	-	-	-	-	643.50
\$ 75	\$ 840.00	N. Backer	-	-	-	255.00	-	-	-	-	585.00	840.00
		Totals	-	\$ 7,844.00	\$ 44,696.50	\$ 255.00	\$ -	\$ -	\$ 1,883.00	\$ 6,595.50	\$ 1,410.00	\$ 62,684.00

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W.R. GRACE & CO. ET. AL.
 Summary of Hours by Category
 For the period June 1, 2003 through June 30, 2003

Rate	Fees Per Professional	Task Code	Business Analysis (Business Plan)	Corporate Finance (Acquisitions)	Data Analysis	Case Administration	Claims Analysis/Objections/ Administration (asbestos)	Creditors Committee	Employee Benefits/ Pension	Fee Applications, Applicant	TOTAL
\$ 595	\$ 9,758.00	E. Ordway	0.0	2.7	10.4	0.0	0.0	1.4	1.9	0.0	16.4
\$ 550	\$ 15,840.00	S. Cunningham	0.0	6.5	21.0	0.0	0.0	0.5	0.8	0.0	28.8
\$ 425	\$ 15,130.00	C. Whitney	0.0	0.0	35.1	0.0	0.0	0.5	0.0	0.0	35.6
\$ 375	\$ 19,387.50	L. Hamilton	0.0	7.1	27.5	0.0	0.0	1.5	13.4	2.2	51.7
\$ 350	\$ 1,085.00	J. Schwendeman	0.0	0.0	3.1	0.0	0.0	0.0	0.0	0.0	3.1
\$ 165	\$ 643.50	M. Hakoun	0.0	0.0	3.9	0.0	0.0	0.0	0.0	0.0	3.9
\$ 75	\$ 840.00	N. Backer	0.0	0.0	0.0	3.4	0.0	0.0	0.0	7.8	11.2
	\$ 62,684.00	Totals	0.0	16.3	101.0	3.4	0.0	3.9	16.1	10.0	150.7

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W.R. GRACE & CO. ET. AL.
 Summary Descriptions of Tasks by Category*
 For the period June 1, 2003 through June 30, 2003

<u>Task</u>	<u>Code</u>	<u>Total Hours</u>	
Business Analysis	2	0.0	No activities were performed in this category during this period.
Corporate Finance	3	16.3	During the Fee Period we read and analyzed information pertaining to the Argonaut acquisition, as well as discussed the information with Counsel. We also prepared a report to the Committee regarding the acquisition.
Data Analysis	4	101.0	During the Fee Period we read and analyzed data regarding the draft bill brought by Senator Hatch, Nelson etc. related to proposed establishment of a trust to settle asbestos litigation. In addition we read and analyzed Q1 quarterly report and results of operation versus Plan and prior year. We prepared additional analyses regarding cash flow performance versus plan. During the fee period we read and analyzed the Honeywell settlement and discussed details with the Debtors, as well as read the report regarding Fresenius settlement. We read and analyzed various news releases, court docket items and industry information regarding asbestos litigation.
Case Administration	8	3.4	During the Fee Period a paraprofessional organized and distributed materials to the Committee, as well as downloaded and distributed various court docket items to case team members for further review. In addition, the paraprofessional continued to maintain our case-specific database of reports and court docket items.
Claims Analysis (asbestos)	9	0.0	No activities were performed in this category during this period.
Creditors Committee	11	3.9	During the Fee Period we discussed the status of various case issues with members of the Committee and counsel, including the hypothetical recovery analysis, first quarter performance, pension funding motion, and the Argonaut acquisition.
Employee Benefits/Pension	12	16.1	Read and analyzed 10K and Trustee report disclosure regarding Debtor's pension plans. Also, we read and analyzed the Debtors' motion regarding Pension funding and prepared a report thereon.
Fee Applications, Applicant	16	10.0	During the Fee Period timekeeper Hamilton spent approximately 2.2 hours preparing the May fee application. A paraprofessional spent approximately 7.8 hours assisting in preparation of the fee application.
Total		<u>150.7</u>	

* These descriptions are not intended to be all-inclusive. Please see individual professional time summaries for complete descriptions.

Invoice

W.R. GRACE & CO. ET.AL.
Professional Services Rendered by Edwin N. Ordway, Jr.
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Jun	4	Prepared and edited report to the Committee regarding 1st Quarter performance.	1.1
3-Jun	11	Read and analyzed amended Committee by-laws and called Chair to discuss same.	0.5
3-Jun	4	Analyzed Honeywell settlement documents and summarized points for follow-up by staff.	0.3
6-Jun	3	Read data regarding potential acquisition and summarized steps to be performed by staff.	1.2
9-Jun	4	Prepared and edited report regarding first quarter performance.	2.6
9-Jun	4	Read, analyzed and edited report regarding asbestos news and recent court actions.	2.2
10-Jun	4	Read and analyzed Fresenius settlement and quantified impact to creditors' recovery.	1.6
10-Jun	4	Continued to prepare and edit report on first quarter operating performance.	1.3
11-Jun	4	Reviewed final draft of report for the Committee regarding the first quarter performance.	0.9
18-Jun	12	Analyzed pension information and advised staff regarding content of report to Committee on same.	1.1
18-Jun	12	Read and analyzed 10-K and Trustee report disclosure regarding Debtors' pension plans.	0.8
20-Jun	4	Read and analyzed report from Navigant regarding Hatch bill.	0.4
24-Jun	3	Prepared and edited report regarding a potential acquisition.	0.3
24-Jun	11	Called Committee member to discuss recent operating performance.	0.2

25-Jun	3	Prepared and edited report to Committee regarding a proposed acquisition.	1.2
27-Jun	11	Read and analyzed counsel's memo regarding avoidance actions and called the Chair to discuss.	0.7
Total Hours			<u><u>16.4</u></u>

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W.R. GRACE & CO. ET.AL.
Professional Services Rendered by Sean Cunningham
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Jun	4	Read and analyzed draft bill brought by Senator Hatch, Nelson etc, related to proposed establishment of a trust to settle asbestos litigation.	4.8
3-Jun	4	Read and analyzed Q1 quarterly report and results of operation versus Plan and prior year.	2.7
3-Jun	4	Read and analyzed Honeywell settlement.	1.8
4-Jun	4	Revised hypothetical recovery analysis.	2.2
4-Jun	11	Discussed revised hypothetical recovery analysis with counsel.	0.5
5-Jun	4	Read Q1 data and prepared analysis for report to the Committee.	2.2
6-Jun	3	Read and analyzed preliminary information regarding potential acquisition.	3.3
11-Jun	4	Read report regarding Fresenius settlement.	1.0
12-Jun	4	Read and edited Q1 operating report to Committee.	1.6
12-Jun	4	Prepared additional analysis regarding cash flow performance versus plan.	2.4
19-Jun	12	Read information pertaining to motion to fund pension.	0.8
20-Jun	3	Read information related to Argonaut acquisition.	1.4
23-Jun	3	Read draft report to Committee regarding Argonaut acquisition.	0.9
23-Jun	3	Discussed Argonaut acquisition with counsel.	0.5
24-Jun	3	Read and edited final report to Committee regarding Argonaut acquisition.	0.4
24-Jun	4	Read and analyzed Q1 performance data.	2.3
Total Hours			<u><u>28.8</u></u>

Invoice

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Christina Whitney
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
2-Jun	4	Drafted report to the Committee pertaining to 1st quarter 2003 performance.	3.2
4-Jun	4	Read Honeywell ruling and discussed with Debtors' management.	1.3
5-Jun	4	Drafted report to the Committee pertaining to 1st quarter 2003 performance.	4.8
6-Jun	4	Researched and accumulated information pertaining to other asbestos-related bankruptcies.	6.4
9-Jun	4	Read and analyzed information pertaining to other asbestos-related bankruptcies.	3.7
10-Jun	4	Updated report to the Committee pertaining to 1st quarter 2003 performance to reflect reviewer comments.	4.4
13-Jun	11	Discussed report with Committee chair and distributed final report to the Committee.	0.5
27-Jun	4	Read and analyzed information pertaining to other asbestos-related bankruptcies.	5.2
30-Jun	4	Read and analyzed information pertaining to other asbestos-related bankruptcies.	6.1
Total Hours			<u><u>35.6</u></u>

Invoice

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Libby Hamilton
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
3-Jun	4	Prepared Q1 quarterly report.	2.0
4-Jun	4	Analyzed Honeywell settlement (RT. 440) and discussed details with the Debtors.	1.1
4-Jun	4	Continued to prepare Q1 quarterly report.	1.2
4-Jun	3	Read preliminary information regarding Argonaut acquisition and prepared questions for the Debtors.	3.8
4-Jun	4	Read and analyzed various court docket items.	0.4
5-Jun	3	Continued to analyze information regarding Argonaut acquisition.	1.2
5-Jun	16	Prepared May fee application.	0.7
5-Jun	4	Read and analyzed recent asbestos news articles pertaining the the Hatch bill.	1.4
5-Jun	4	Updated sensitivity analysis section of Q1 report.	1.1
9-Jun	4	Prepared summary report regarding latest asbestos news and court actions.	4.1
10-Jun	4	Read and analyzed Stroock memo regarding Fresenius settlement.	3.8
10-Jun	4	Updated Q1 report for management comments.	1.7
11-Jun	4	Continued to update Q1 report.	1.4
18-Jun	4	Read and analyzed various communications from counsel regarding acquisition and pension funding issues.	0.3
18-Jun	4	Prepared summary of Argonaut acquisition information.	1.4
18-Jun	12	Read and analyzed draft pension funding motion provided by the Debtors.	3.9
18-Jun	11	Participated in conference call with Debtors regarding pension motion.	0.5

18-Jun	12	Prepared draft report to Committee regarding pension motion.	2.4
19-Jun	12	Prepared schedules analyzing proposed pension payments by Debtors for inclusion in report to the Committee.	4.2
19-Jun	4	Read and analyzed various court docket items.	0.6
20-Jun	12	Updated pension motion report to Committee.	1.4
20-Jun	16	Continued to prepare May fee application.	1.1
20-Jun	4	Read and analyzed additional information regarding Argonaut acquisition and prepared report thereon.	0.4
23-Jun	16	Continued to prepare May fee application.	0.4
23-Jun	11	Discussed pension funding motion with counsel.	0.5
23-Jun	12	Revised pension funding motion report to reflect counsel's comments.	1.5
23-Jun	11	Discussed Argonaut acquisition with counsel.	0.3
24-Jun	3	Updated Argonaut acquisition report to reflect counsel's comments.	2.1
24-Jun	11	Discussed Argonaut report revisions with counsel.	0.2
26-Jun	4	Read and analyzed Debtors' monthly operations report for April.	2.8
30-Jun	4	Continued to read and analyze Debtors' monthly operations report for April, including divisional results and cash flow information.	3.8
Total Hours			<u><u>51.7</u></u>

Invoice

W.R. GRACE & CO. ET. AL.
Professional Services Rendered by Jeffrey E. Schwendeman
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
5-Jun	4	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations for the Company and competitors.	1.1
15-Jun	4	Analyzed recent economic releases and impact on heavy construction/asbestos related industry.	0.8
30-Jun	4	Analyzed recent news and industry trade reports relating to recent asbestos litigation negotiations for the Company and competitors.	1.2
	Total Hours		<u><u>3.1</u></u>

Invoice

W.R.GRACE & CO. ET AL.
Professional Services Rendered by Matt Hakoun
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
16-Jun	4	Researched debt capacity for specialty chemical peer group companies. Prepared leverage multiple analysis.	1.3
24-Jun	4	Researched asbestos related news & Senate asbestos "fairness" bill.	0.8
30-Jun	4	Researched leverage ratios on investment grade specialty chemical companies from top tier rating agencies.	1.8
			<hr/> <u>3.9</u> <hr/>

Invoice

W.R.GRACE & CO. ET AL.
Professional Services Rendered by Nancy Backer (Paraprofessional)
For the period June 1, 2003 through June 30, 2003

<u>Date</u>	<u>Task Code</u>	<u>Description</u>	<u>Hours</u>
3-Jun	8	Printed out certain case documents at request of team member.	0.2
4-Jun	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.2
5-Jun	8	Prepared distribution of monthly report to Committee.	0.3
6-Jun	16	Processed time descriptions for inclusion in May fee application.	2.0
10-Jun	16	Processed time descriptions for inclusion in May fee application.	1.0
13-Jun	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.3
17-Jun	16	Processed time descriptions for inclusion in May fee application.	1.3
18-Jun	16	Processed time descriptions for inclusion in May fee application.	1.0
19-Jun	16	Proofread and edited professional fee application for May.	0.9
19-Jun	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.3
20-Jun	16	Proofread professional fee application for May.	0.4
24-Jun	8	Described and filed items received by team into case database.	1.8
25-Jun	16	Began processing quarterly fee application.	1.2
26-Jun	8	Updated docket database of most recent filings through Bankruptcy Court website.	0.3
Total Hours			<u><u>11.2</u></u>

Invoice

W.R. GRACE & CO. ET. AL.

Summary of Expenses by Type of Expense

For the period June 1, 2003 through June 30, 2003

Copies:		
Internal	\$	301.50
External		
Telecommunications:		
Telephone		83.00
Toll Charges	*	-
Facsimile		2.00
Postage, Federal Express, Airborne Express		22.31
Travel Expenses:		
Transportation, lodging, tolls, parking, mileage		-
Meals		-
Total Expenses	\$	<u>408.81</u>

Invoice

ACE & CO. ET. AL.
 nses by Type of Expense
 1, 2003 through June 30, 2003

<u>Copies, Internal</u>	2,010 pages @ \$0.15/page:	\$	301.50
<u>Facsimile Charges:</u>	2 pages @ \$1.00/page:		2.00
<u>Telephone Charges:</u>	30-Apr-03 E. Ordway	40.78	
	31-May-03 E. Ordway	42.22	
	Telephone *		83.00
<u>Toll Charges:</u>	Subscriptions and Online research fees		-
<u>Postage, Federal Express:</u>	Airborne Express	5.32	
	Airborne Express	11.67	
	Airborne Express	5.32	
			22.31
<u>Transportation, lodging, tolls, parking and mileage:</u>			-
<u>Meals:</u>			-
<u>Total</u>		\$	<u><u>408.81</u></u>

* Telephone charges from prior periods and not previously billed.